

YRFA Annual General Meeting

Minutes

January 20, 2023

Welcome & Call to Order

Meeting called to order at **[7:13pm]**.

Michelle Trelford (Ward) will be acting as Recording Secretary for this meeting.

Invited Guest - Sport Law

Jason Robinson from Sport Law has been invited to this AGM by the Board of Directors. He is a Certified Parliamentarian and will serve as the independent third-party parliamentarian for this Annual Meeting.

The role of Parliamentarian is to assist the Chair and the members in ensuring that meeting procedures are properly followed and that we abide by the Ontario Corporations Act, our Constitution, and our parliamentary authority, which is Robert's Rules Edition 12. The parliamentarian also serves to help make our meeting as orderly and efficient as possible, and if required, he can assist as a scrutineer in helping us properly count votes.

Establish Quorum

Confirmed voting members: 69

Article 7.4 of the YRFA Constitution states that, "A quorum for the Annual General Meeting or additional general meeting shall be a minimum of five (5) members eligible to vote and present in person."

Consideration of any motions requires that quorum is maintained, and no business shall be transacted in the absence of a quorum.

Procedures

VOTING:

Members have been issued a member voting card, that identifies you as an active member and a member that has the right to be recognized, speak to motions, and cast votes.

Approval of any standard item of business, or motion, requires a vote of 50% of the votes cast, plus one. Bylaw amendments, or motions, require a higher vote threshold to adopt, as per the By-laws and the Corporations Act. These motions require a 2/3 vote of the members present which is **(47)** as at **7:17pm**

YRFA Annual General Meeting

Minutes

January 20, 2023

Approval of AGM 2021 Minutes

Motion to approve the 2021 minutes of the Annual General Meeting. Minutes have been posted and available on the YRFA website since February 18, 2022. On January 15, 2023, the zoom recording of that Annual General Meeting was also posted to the website to help verify the minutes.

Chair called to the floor for any corrections to the minutes from the 2021 Annual General meeting.

Motion to approve the minutes from the 2021 Annual General Meeting:

Motion to Approve: **Mike Fortier**

Secunder: **Annette Vassos**

Discussion of the motion:

Alex Paterson/Andrew Kolar - Requested minutes not be entered to the books as there was insufficient notice to give the members time to attend the minutes.

Heath Weir – supposed to have posted within 30 days according to the constitution, to give notice of the AGM, via email, or 21 days via corporations act.

Response – it was posted on the website well in advance of the timeframe – January 2022.

Parliamentarian – website notice is sufficient, that is legal. To clarify – you’re disputing the minutes of the AGM because proper notice of that meeting was not given? (Confirmed by Heath Weir, it was not sent out within 30 days as per our constitution) The meeting was held, and minutes were taken. There are two recourses - If you don’t agree with it, vote to not approve the minutes, (defeat the motion) theoretically, a correction could be made. If you want something added to the minutes “you argue the meeting was not properly called” however the meeting was held. Heath Weir reiterated constitution wasn’t followed, Parliamentarian reiterated option to vote to not pass the minutes.

Chair called for motion to approve the 2021 AGM meeting minutes. **A secret ballot vote was requested. Chair explained process of secret ballot.**

All in favor (count of raised voting cards) of passing the 2021 AGM meeting minutes, please raise your voting cards.

Insert count: **Secret Ballot, count not provided.**

All opposed (count of raised voting cards) of passing the 2021 AGM meeting minutes, please raise your voting cards.

Insert count: **Secret Ballot, count not provided.**

The minutes of the 2021 Annual General Meeting **have been defeated. New board will need to determine how to minute that meeting.**

Point of Order Andrew Kolar – with the minutes being defeated, does that mean that any constitutional changes get defeated as well? Chair response - No, because it’s the meeting minutes, not the meeting itself.

YRFA Annual General Meeting

Minutes

January 20, 2023

Parliamentarian – the items of business are being reintroduced at this meeting. If there are concerns over last years changes, you get the opportunity to vote on those tonight. It does not invalidate the meeting, just the minutes. It does not invalidate the meeting if a process was not followed. The new board will need to determine how to minute that meeting.

Point of Order – continued – minutes were not distributed; they were only posted.

Parliamentarian – this does not invalidate the meeting. Recommended to new board – follow constitution to the letter to avoid this in future.

Stefan Schwarz – clarified if changes made at the meeting are still valid or voided?

Parliamentarian – the constitutional changes that took place at that meeting are still valid, the meeting is not invalid, the minutes have been invalidated.

Stefan Schwarz – if we don't have minutes, how can we prove the changes of the meeting.

2022 Year in Review

2022 was our first full year of contact activity coming out of the pandemic – our association faced a number of challenges:

- Provincial landscape change – a full year of a single league implemented (OCFL)
- Impacts of the pandemic on physical health of our players
- Players who did not return
- New players coming in at older age groups with no football experience (due to the time off the field over the pandemic)
- Shifting volunteer commitments

Great successes this past year too:

- We saw a full cycle of new benefits from our partners at York University. This included:
- Access to university facilities for an OUA style training camps
- Use of post-secondary uniforms for our senior teams – which not only saves money for our association but also puts our kids in high quality gear
- Access to university recruiting know how – thank you to the YU coaches who made connections for our senior players not only AT York University, but also made introductions to other universities across the province to support continuation of both academic and athletic careers.
- Recruitment sessions and support with game film

YRFA Annual General Meeting

Minutes

January 20, 2023

Year in Review cont'd:

- \$10K recovery grant from Football Ontario, the ability to keep costs down for members. A note that registration fees have increased only marginally from pre pandemic rates – we are proud of this!
- Winter 2022 was a great success, with lots of new athletes engaged and a renewed interest in football. First year of our Combine – which brought out registered and drop in athletes. Thank you again to York University for its support!
- Spring Tackle 2022 was the first OSFL official season, not every team was successful in their w/l ratio, but some wins and **lots** of learning. Active participation of our board in the framing of the new OSFL, including feedback on what worked (single league with tiering) vs what didn't work (exhibition games against tier one teams).
- First training camp at YorkU – which we think all teams really enjoyed. We continue to work with the league to refine some of their new processes (exhibition games, tiering) and growing capacity in our players – many of whom have been impacted by the COVID years at home.
- Spring Flag 2022 was a blow out success – with a plan for 50 players and a turnout of close to 250, we hired our U16/U18 players to lead teams and placed experienced coaches in age groups to instill coaching and football fundamentals.
- Fall Tackle 2022 was the second season in the OFFL (first was our first year OUT of COVID) and the first season we entered a U18 women's tackle team – one of the first three women's U18 tackle teams in the province.
- We continue to see our coach and player development – recognizing our 'record' in terms of wins/losses, but also recognizing our growing membership and football IQ.
- Grateful to our board our coaches and our volunteers. Board members will now provide updates from key areas.

Equipment Highlights – delivered by Annette Vassos

- This past year we recertified 91 helmets and added to our helmet inventory by purchasing 25 new Riddell helmets. This brought our inventory to an even 300 helmets.
- We restocked our black game pants and disposed of old and ripped ones.
- As well thanks to our Sponsors "The Ironi Team and "Yorkcrete & Landscaping" we were able to purchase 100 much needed new practice jerseys.
- **32** helmets have expired for the 2023 season and will be disposed of as required.
- We have sent out 116 helmets for recertification to be ready for the 2023 season.
- For the upcoming year we anticipate requiring adding to our reversible jersey inventory (so we have a full complement of sizes that fit) and possibly adding more helmets.

YRFA Annual General Meeting

Minutes

January 20, 2023

Sponsorship Highlights – delivered by Cassandra Machado

- YRFA approach has been to engage sponsors to purchase items for player use directly – swag or equipment
- York University provided us with complimentary use of their stadium for training camp, Spring 2022 U16 and U18 uniforms, Fall 2022 U18 Women's uniforms
- Ironi Team provided branded practice jerseys and a red gameday tent.
- Yorkcrete provided branded practice jerseys.
- HUB International provided us with a black gameday tent.
- Tina's Grill Aurora provided us with a red gameday tent.
- Rockstar Mortgage provided us with branded Coach and Manager golf shirts.
- TJs Grill provided us with t-shirts for every player in Spring 2022, sweatshirts for board members, along with a group discount card for use of our members.
- York Region Automotive provided us with free repairs to some of our equipment.

2022 Financial Report - delivered by Jodi Tavares as a combination of three board members have been covering the Treasurer position while a new volunteer was recruited.

As many of you know – it has been a struggle of our Association to find a committed Treasurer to manage the financial portfolio of our association since the passing of Paul Duggan who had been the Treasurer of York Region Football for over ten years.

Copies of the Financial Report have been handed out to members, and the chair spoke to key areas. This report and unaudited statement has been prepared with the support of Juan Arangote, CA, CPA, FP&AP.

This report is for the time period January 1, 2022 through to November 30, 2022.

Alex Paterson – *These are unaudited financial records? Is there a requirement in the Corporations Act for them to be audited and why didn't we do that?*

Parliamentarian – *The Corporations Act requires all incorporated entities audit annually and appoint an auditor. Yes, in absence of an auditor – what is the recourse for the members is a question? There is a motion to appoint an auditor moving forward as a corrective action. Can't speak to what has been done in the past.*

Revenue left at the end of the year is always used to begin the next season – as league fees, PSO fees and field fees are required at the beginning of the year for Winter and Spring seasons.

YRFA Annual General Meeting

Minutes

January 20, 2023

Appointment of Auditor

This year, a deep dive on any documentation available was undertaken to re-establish best practices on audits and other financial history. As many of you know, when Paul Duggan passed away, the association was left with little to no financial records. Paul always kept his documentation separate and on paper. In a review of Association AGM minutes since 2016, we are unable to find evidence of a formal financial audit on this Association.

As a result, the Board sourced a credible auditor to audit the books of York Region Football Association. We are a member of Sport Aurora, and this auditor came recommended by Sport Aurora and its other non-profit members.

The following motion has been presented by the Board in accordance with 7.1 of the YRFA constitution, to appoint Sandra L. Fawcett, CPA, CA as the auditor of YRFA for the upcoming fiscal year.

Chair called for a seconder for this motion:

Secunder: **Carlie Manners**

Discussion on the motion:

Stefan Schwarz – *we cannot approve as we don't know what her credentials are.*

Chair – *Sandra L Fawcett is a chartered accountant in Aurora.*

Alex Paterson – *if we appoint an auditor, once the audit takes place will these financial records be made available to all of the membership at a later date, or do we have to wait for the next AGM? We would like to see the completed financial statements and when will they be done/made available. Where the audits have not been completed over six years, we would like to see these. When will these be provided?*

Chair – *we will refer back to the constitution, I believe it is at the AGM.*

Move to a vote on the motion to approve the auditor for the upcoming fiscal year.

All in favor of appointing Sandra L Fawcett Chartered Accountant as the auditor for York Region Football (count of raised voting cards).

No count provided.

All opposed (count of raised voting card): **no count provided.**

The motion to approve Sandra L. Fawcett as the auditor of YRFA for the upcoming fiscal year has been **carried.**

YRFA Annual General Meeting

Minutes

January 20, 2023

Constitutional Updates

Constitution updates have been posted in accordance with required notice on the www.yrfa.ca website in advance of this Annual General Meeting, for consideration of the members. Discussion will be invited prior to a vote on each proposed amendment.

As the date of this AGM was moved from December 14, 2022, to January 20, 2023; members were able to submit their updates for posting on the YRFA website 30 days in advance of the new dates. For ease of consideration and efficiency, we have regrouped the changes that share an article number or theme. For example, there are 6 proposed amendments related to *Board Positions and Composition* and we will group them all together first before considering the other motions. Then we have three motions related to Conflicts and we will consider those in a group. And so on.

In a few instances, we have motions that are related to the same topic and the same articles of the constitution, that also conflict with one another. For example for article 9.6, there are two different motions – on the document posted on the YRFA website, numbered changes 5 and 13 both address article 9.6 - adopting one of these motions will render the other motion invalid. I will clarify this when we get to these motions and our parliamentarian is also here to assist us if required.

We will now move into voting on constitution updates. We've been contacted by a member who I believe wishes to make an incidental motion to refer all of the constitutional updates to the committee. I have confirmed with the parliamentarian that this motion is in order and that this would be the appropriate time to make that motion. Does the member still wish to make this motion?

Tim Sparks - would like to speak to the motion. Table all further business, motions, etc., until a committee that represents the membership can go through the constitution and fix some of the deficiencies that we've all pointed out. There's a section on ONCA which is being updated in the upcoming year, that will make our constitution redundant, which means we need to revisit that work anyway. Table the rest of business I would refer to the membership to relook at all of the issues we have with the constitution and have the committee come back at a meeting not more than 30 days from now. I believe if we listen to the advice of a committee of our peers, we could resolve a lot of the issues here.

Committee clarification – Committee to be chosen by the membership. Cross section of coaches, parents from all levels, is my recommendation. It's used successfully in unions when there are contentious issues that need to be looked at objectively. Up to membership to decide how many sit on the committee.

Chair: Is there a seconder for the motion? Kim Sutherland.

Chair opened the floor for debate, noting that debate is limited to only the desirability to refer the motions, not the actual motions themselves.

Jennifer Fortier – Clarifying question – You want to move all other business? Constitutional changes or the entire rest of the meeting.

YRFA Annual General Meeting

Minutes

January 20, 2023

Tim Sparks -To clarify – up to membership. Looking at the constitution and redoing a lot of it, there could be impacts to nominations etc. moving forward, in best interest – table most of the meeting except new business (nominations and constitution changes) There are 26 motions that are up.

Annette Vassos – Would like to make an amendment to the motion to add a minimum of two board members on that committee.

Carlie Manners seconds the amendment.

Debate the amendment –

Andrew Kolar – opinion - it be an independent committee selected for the members by the members then after meeting, the changes be brought to the board.

Jennifer Fortier – clarifying question – if the membership agrees to hold constitution, what happens to our current board as their terms are already up and have already stayed on for two months?

Tim Sparks – this is out of order; we are debating the amendment.

Stephen Buckeridge – how many would be on the committee to discuss the changes, is that a vote?

Chair - that is coming up next, right now we are debating the amendment to the motion and then we will restate the motion.

Tim Sparks – speaking to the amendment – should have a cross section, maybe 1 coach, 1 board member, parent, player voice over 18. And another member of the memberships choosing (adding this to the amendment) so possibly five. Suggested one board member.

Andrew Kolar – fair to take a board member, and an individual member from each group – honorary, active, etc.

Carlie Manners – if the committee is to be comprised of different demographics – include women's football, coach, and player to ensure equity.

Annette Vassos – In light of the debate, I would like to revoke the amendment and use Tim Sparks suggestion of one player over 18, one coach, one parent, one women's football coach.

Chair - Are members ok with the revocation of the amendment of two board members.

YRFA Annual General Meeting

Minutes

January 20, 2023

Stefan Schwarz – request be a parent from each age groups so as to represent each team that is participating.

Heath Weir – agreed but need more than one per age group, 5 or 6 is not enough to make a decision for the entire membership – double the committee to 10-12. This allows for a more knowledgeable committee.

Mike Fortier – it has to be an odd number to allow for a tie breaker. Would like to know if Sport Law can be part of the committee.

Tim Sparks - Point of Inquiry – how many per age group including one parent from each, women's tackle, coach, board member, honorary member, player member, (u8 flag, U10, U12, U14, U16, U18, U18 women's, CCWFL, board, lifetime, and senior player)

Tim Sparks – to clarify the committee would be composed of 11 members if it was one of each age group (voting member groups – plus every age group that we offer for football.) Someone could be one or more of these roles (Coach, lifetime member, etc.)

Austin Fortier – one 18+ player across both leagues men's/women.

Restating the motion –

All constitution and election changes for this AGM are tabled for 30 days and the current constitution as well as any proposed changes, be referred to this committee. The committee will be comprised of one each of the U8 age group, U10, U12, U14, U16, U18, U18 women's, CCWFL, 1 board director, lifetime member, one senior player. The committee shall convene at a special meeting to be scheduled not less than 30 days after this AGM and no more than 60 days after this AGM, to present recommendations on constitution changes for the membership to vote on.

Tim Sparks confirmed that is correct.

Stefan Schwarz – Requesting that they are not from the same household.

Alex Paterson – can we vote on those members now so that we can get started.

Parliamentarian recommends get motion adopted then we move on to that.

YRFA Annual General Meeting

Minutes

January 20, 2023

Carlie Manners – it's already a problem if there's not a dedicated seat for a coach, as in future there could be no representation.

Tim Sparks – this is a one-time committee.

Jennifer Fortier – Clarifying question - if we move the elections what happens to current club/board members?

Chair confers with Parliamentarian – If everything is moved into a committee and they need 30-60 days to work through the changes, we would ask all board members to remain until the committee has completed. So that the club can still run.

Tim Sparks – called to vote.

Chair – no objections to the vote.

Restate the motion -

All constitution and elections for this AGM be tabled for 30 days and the current constitution as well as any proposed changes be referred to committee. The committee will be comprised of one representative from – U8, U10, U12, U14, U16, U18, u18 women's, CCWFL, board position, one lifetime member, one senior player. The committee shall convene at a special meeting to be scheduled not less than 30 days after the AGM, and no more than 60 days after, to present recommendations on constitution changes for the membership to vote on.

Annette Vassos – there was no coach on that list of members.

Chair – the motion was crafted with the list that was put forward.

Alex Paterson – clarified that a coach is a member, so could be under another representative.

Kyle Peterson – suggested "one of which will be a coach" An issue as well, if one of those positions isn't filled, there is no committee. So should say "up to" one of each of those age groups. Then the committee couldn't exist.

Jennifer Fortier – if we miss a member that represents that age group – could we send to membership to ask those that are not present today.

YRFA Annual General Meeting

Minutes

January 20, 2023

From the floor – there's still a chance we wouldn't fill it.

Tim Sparks – Madam Chair I called the vote.

Restate the motion and then move to vote:

All constitution and election changes for this AGM be tabled for 30 days and the current constitution and proposed changes be referred to committee – that committee shall be composed of one u8, one u10 representative, one u12, one u14, one u16, one u18, one u18 women's, one CCWFL, one board of directors, one lifetime member, and one senior player. The committee shall convene at a special meeting to be scheduled not less than 30 days after this AGM, and no more than 60 days after, to present recommendations on constitution changes for the membership to vote on.

We will now move to a vote on the motion to refer all constitutional changes to a committee.

All in favor (count of raised voting cards) please raise your voting cards.

Insert count: **count not provided.**

All opposed (count of raised voting cards) please raise your voting cards.

Insert count: **count not provided.**

The motion to move all constitutional amendments to committee has been carried.

Chair called a five-minute recess before moving on to the next item of business. Called to the floor for those that are interested in participating on this committee that was just adopted, nominations would be after the break.

Return from Break

Chair - We will move to form this committee from people that are present. We will call out for each representative. If there is not someone present to represent an age group, it will be the responsibility of the committee.

Mike Fortier – if people were angry about changes at last AGM with no audience. We should be putting it out to the membership. There was no notice of this committee coming up.

From the floor – we already voted.

YRFA Annual General Meeting

Minutes

January 20, 2023

Andrew Kolar – disagrees with Mikes position based on constitution. Those members that are not here, had every opportunity to come to the meeting and chose not to.

Annemarie Ainsco – With the callout to AGM people who want to be engaged are here. Committee should be voted on by the people who are engaged.

Move to name members:

*Lifetime member – **Dave Lovegrove volunteered.** No other lifetime members. **Tim Sparks seconds.**
Approved by vote of audience.*

*CCWFL representative – **Carlie Manners volunteered, seconder Kim Weir.** (Clarified for floor - Central Canadian*

Women's Football League)

*U18 women's – **Tracey Winterton volunteered – Heather Hamilton seconded.***

*U18 men's **Andrew Kolar volunteered, Will Leoutsacos seconded.***

*U16 – **Alex Paterson volunteered. Seconder Stefan Schwarz.***

From the floor – Jennifer Fortier, clarifying question – thought it was to be parents, not coaches. Chair confirmed, it can be a coach or parent.

*U14 – **Tim Sparks volunteered, and Catherine Macri volunteered.***

Josh Faris second for Tim Sparks. Jennifer Fortier second for Ms. Macri.

Tim Sparks has been nominated to the U14 representative position on the committee by way of vote from the floor.

*U12 – **Heath Weir volunteered, seconded by Jennifer Quinn. Alison Wendt volunteered. Seconded by Michelle Ward (Trelford)***

Request for secret ballot has been called.

*U12 **Heath Weir has been nominated as the U12 member by way of vote from the floor.***

YRFA Annual General Meeting

Minutes

January 20, 2023

Move to name members cont'd.

U10 – Brent Weir volunteered– seconded by Jonathan Milcoy.

U8 Michelle Ward volunteered, seconded by Austin Fortier

U8 Jonathan Stathopulos volunteered, seconded by Hollie Ricuperio

U8 - Mr. Stathopulos has been nominated as the U8 member by way of vote from the floor.

Senior player – Austin Fortier volunteered, seconded by Hagan Douglass. Acclaimed.

Board member – Michelle Buckeridge volunteered, seconded by Jennifer Quinn.

Chair of the AGM has appointed a chair to start the committee – David Lovegrove. They can appoint or maintain that position once the committee starts.

Dave Lovegrove – requested five minutes after the meeting for the committee members to meet.

Other Business

Chair opened the floor for any other new business of the members. Noting that this section of the agenda is for informal matters only, such as announcements or topics that the members would like the new Board to consider moving forward.

Tim Sparks – tier crossover games – as a u14 coach – we played a tier 1 team as a tier 2 centre. Had multiple injuries, requesting that we vote against any crossover games that are proposed by Football Ontario for our club.

Austin Fortier – would like to propose having a senior player sit on the board as a voice of the players that is more a peer that other players would feel comfortable speaking with.

Carlie Manners – we have two programs that are currently looking for coaches (u18 and 18+ women's CCWFL) please try to reach out to help us fill these positions.

Josh Faris – suggestion - Hudl account can we upgrade to include the playbook add-on to allow ease of access.

Andrew Kolar – point of order Austin Fortier's motion has to go to the committee for discussion.

YRFA Annual General Meeting

Minutes

January 20, 2023

Jennifer Quinn – There was an incident at our field – she feels that the club did not handle it well. Concerned for the safety of our players. Would like to see protocols for something like that type of incident.

Close

Thank you for your participation today. We are all here because we are dedicated to growing football in York Region. We look forward to seeing this weekend at Winter Academy.

I have been advised by our parliamentarian that if we conclude all matters of business on our agenda, a motion to adjourn is not required, in accordance with Robert's Rules of Order. As we have concluded all matter of business on our agenda, I here by declare that the meeting is adjourned at **[9:20pm]**.